

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

_____	x	
		Chapter 11
In re:	:	
		Case No. 08-13555 (JMP)
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i>	:	
Debtors.	:	
_____	x	

**ORDER APPROVING THE FIRST INTERIM FEE APPLICATION OF
WOLLMUTH MAHER & DEUTSCH LLP AS SPECIAL COUNSEL TO THE
DEBTORS AND DEBTORS-IN-POSSESSION FOR ALLOWANCE OF
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND FOR
REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED
FOR THE PERIOD OCTOBER 1, 2010 THROUGH JANUARY 31, 2011**

Upon the First Interim Fee Application (the "Application")¹ of Wollmuth Maher & Deutsch LLP ("Wollmuth" or the "Firm"), special litigation counsel for Lehman Brothers Holdings, Inc., and its affiliated debtors in the above-captioned chapter 11 cases (collectively, the "Debtors"), seeking (i) allowance of compensation for professional legal services rendered in the aggregate amount of \$918,389.25, (ii) allowance of reimbursement for actual and necessary expenses incurred in the aggregate amount of \$34,270.94, and (iii) payment of the twenty percent (20%) holdback withheld from payments of Monthly Statements, for the period commencing October 1, 2010 through and including January 31, 2011 (the "Interim Fee Period"), pursuant to sections 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), Rule 2016-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York, and the Fourth Amended Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals dated April 14, 2011 [Docket

¹ Capitalized terms not otherwise defined herein shall have the same meanings ascribed to them in the Application.

No. 15997] (as amended from time to time, the “Compensation Order”); and due and proper notice and service of the Application having been given; and due consideration having been given to any responses thereto; and any objections to the Application having been withdrawn, resolved or overruled on the merits; and sufficient cause having been shown therefor;

IT IS, on this _____ day of _____, 2011,

ORDERED that:

1. The Application is granted and approved in all respects and to the extent set forth herein and in Schedule “A(1)” and Schedule “A(2)” hereto.
2. Wollmuth is authorized to apply against such amounts the amounts previously paid to it, pursuant to the Firm’s Monthly Statements, in respect of the Interim Fee Period pursuant to the Fee Committee Order and the Compensation Order.
3. In accordance with the foregoing, the Debtors are authorized and directed to pay to the Firm the twenty percent (20%) holdback withheld from the payment of Firm’s Monthly Statements in the amount of \$183,677.85.
4. This Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.
5. No further or additional notice of the Application is required.

Dated: _____, 2011
New York, New York

HONORABLE JAMES M. PECK
UNITED STATES BANKRUPTCY JUDGE

Schedule A(1)

INITIALS: _____ USBJ

Schedule A(2)

INITIALS: _____ USBJ